



Corporate Board Handbook



July 2002

1. Introduction

1.1. Overview

This handbook covers the policy and procedures for the National Weather Service (NWS) Corporate Board.

The terms NWS Corporate Board, Corporate Board, and the Board are used interchangeably in this document.

1.2. Authorities & Responsibilities

The Corporate Board is responsible for:

- 1) identifying issues needing corporate level resolution;
- 2) evaluating options for resolution;
- 3) determining the optimum resolution; and
- 4) assuring the Board's decisions are documented and implemented

Members can designate a representative (proxy) if they cannot participate, however, the representative must be prepared to contribute on behalf of his/her organization and vote on proposals. Votes of the proxy are final.

Committees of the Board are responsible for making decisions on issues raised by the committee or members of the Board.

The Board also discusses issues that do not require immediate resolution, such as long term strategic thinking and planning. The Board may receive briefings on topics of general interest to the organization and do not require an immediate decision.

1.3. Conduct of Business

The Board conducts its business through meetings and correspondence.

2. Organization

2.1. Membership

The Corporate Board consists of:

- 1) Assistant Administrator (Chairperson of the Board)
- 2) Deputy Assistant Administrator
- 3) Chief Financial Officer
- 4) Chief Information Officer
- 5) Director, Office of Strategic Planning & Policy
- 6) Director, Office of Climate, Water, and Weather Services
- 7) Director, Office of Science & Technology
- 8) Director, Office of Hydrologic Development
- 9) Director, Office of Operational Systems
- 10) Director, Eastern Region
- 11) Director, Southern Region
- 12) Director, Central Region
- 13) Director, Western Region
- 14) Director, Alaska Region
- 15) Director, Pacific Region

16) Director, National Centers for Environmental Prediction

Membership is based on position. All terms are permanent. Board membership can only be changed by a decision of the Board.

2.2. Committees

The Board has five standing committees:

Executive Committee

The Executive Committee provides oversight of Corporate Board committees and has final approval authority for all committee decisions. The Executive Committee will resolve any issue not resolved within the four main working committees outlined below.

Workforce / Human Capital Committee

Reviews and assesses current issues and makes decisions to improve NWS Human Capital practices and procedures, as well as provide guidance on Human Capital issues and policy.

Science & Technology Committee

Reviews and assesses existing NWS science and technology programs; evaluates science and technology trends; makes decisions on science priorities, technology infusion, research and development initiatives; and provides guidance on science and technology policy matters.

Operations Committee

Reviews and assesses current operations, product lines and services. The committee makes decisions on improvements and modification to existing operational procedures and policies, revisions and expansion of products and services. And provides guidance on operations policy.

Financial Investment Review Committee

Reviews financial (including budget) status and projected financial initiatives. The committee makes decision on initiatives and methods to improve management of financial resources.

Committee assignments are made by the Board and are limited to Board members. The current assignments are:

Executive Committee	AA (chair), DAA, CIO, CR, and committee chairs. Staff Support: Executive Secretary.
Workforce Committee	ER (chair), SP, PR, OPS, SR. Advisor: CFO. Staff Support: CFO
Science & Technology Committee	OST (chair), OHD, CR, SR, NCEP, CIO. Staff Support: OST
Operations Committee	OS (chair), CR, OPS, WR, NCEP, CIO. Staff Support: OS
Financial Investment Review Board	CFO(chair), OHD, WR, AR, NCEP, CIO. Staff Support: CFO

2.3. Executive Secretariat

Duties

The Executive Secretariat (ES) is staff to the Corporate Board. The ES will:

- Prepare and distribute agendas for full Corporate Board meetings and Executive Committee meetings.
- Manage logistics for routine full Board meetings.
- Oversee vendor contracts.
- Ensure presentations and discussion topics meet Board procedural requirements and are available in a timely manner.
- Post logistics and all meeting materials to the web site.
- Notify Board members of significant items posted to the web site.
- Prepare Board books.
- Distribute decisions, actions and related discussions.
- Monitor to ensure assigned actions are completed.
- Support development of agenda topics and details.
- Record and finalize decisions, actions and discussions.
- Close actions when completion is adequately documented.

2.4. Rotation of Committee Members

Committee members can opt to rotate from one committee to another after serving at least one year. The DAA will approve rotations and ensure committee composition does not increase in size and maintains the same field/headquarters ratio. The preferred rotation method is a mutual swap.

Committee chairs can opt to step down after serving at least two years, but must remain on the committee for at least one additional year.

3. Meetings

3.1. Meeting Types

The Corporate Board holds regular and special meetings. The Board meets a minimum of twice a year.

Regular Meetings

Regular, in-person meetings will be held at least twice a year: February and August. The February meeting will contain a focus on budget issues. Most meetings will be held in the Washington, D.C. metropolitan area. A facilitator (normally a contractor) will be used at each meeting.

The DAA develops the agenda for Regular meetings, in consultation with the Assistant Administrator and the facilitator and input from the Board. The number and complexity of issues determines the length of the meetings. Most meetings will be two to two and a half days. The focus will be on strategic issues affecting the NWS.

Special Meetings

Single issues needing Corporate Board involvement between routine meetings will be conducted as necessary using video teleconferencing services. The appropriate committee must clear the issue before a special meeting is scheduled. The lead member or the appropriate committee chair will be responsible for the meeting.

Service Assessment briefings are considered special meetings of the Board.

3.2. Scheduling

Corporate Board Meetings should be scheduled with as much advance notice as possible. Each regular meeting should be scheduled at least six months in advance.

The member who is the lead for an issue schedules special meetings. The lead is responsible for arranging a time acceptable to all members.

3.3. Required Materials

Except as approved by the Chair, the following items must be prepared and distributed a minimum of 5 days in advance of all Corporate Board meetings:

1. Issue Summary.
Two page summary of the issue under consideration. See section 6.4
2. Decision Briefing.
Presentation slides for use during the meeting. See section 6.5
3. Information Briefing.
Material to be presented during the meeting.

These materials should be forwarded to the Corporate Board Webmaster w-corporate-board.webmaster@noaa.gov for posting on the Corporate Board website, and to the Executive Secretariat. For regular, full Board meetings, the

DAA is also responsible for providing the Corporate Board Webmaster with the agenda, directions, logistics, documents, presentations, participants, presenters' bios, and related links. For more information on the website see section 6.9.

3.4. Committee Meetings

Each committee will meet as often as determined by the committee chairperson. The only exception will be the Executive Committee which will meet bi-monthly.

The committee chairperson will inform all Board members, through the website, of the schedule of forthcoming meetings, the agenda for the next meeting and the minutes of the previous meeting. Any Board member is welcome to provide input on an upcoming issue to members of the committee or to participate in the meeting. Committee members are encouraged to solicit input from other Board members. Due dates for input should be set by the Chair, input after that date may be denied at the discretion of the Chair.

Committee chairpersons will decide if an issue should come to the Executive Committee for final approval or decision.

4. Decision Making Process

4.1. Bringing Issues to a Committee

Any Board member may bring an issue to a committee. The Board member will prepare the briefing for the issue using guidelines detailed in section 6, and include a recommended solution or course of action. All Board members can provide input to a committee on any issue before the committee meets to discuss the issue.

An issue that is elevated to the Executive Committee must be submitted for inclusion a minimum of two weeks prior to the date of the meeting or it will not be considered until the following meeting. Submission must include all briefing materials for review.

4.2. Decisions

Most decisions will be made in the committees. After the presentation of an issue and solution or recommended course of action, the committee will decide using an "informed consensus" approach. The voting process consists of a roll call with members voting thumbs up for approval, thumbs sideways for no objection, and thumbs down for non-approval. The recommendation is approved when there are no thumbs down. If consensus cannot be reached, the committee chair will make the decision. In the EC, if consensus cannot be reached, the NWS Director will make the decision.

Based on the judgment of the committee chair, any decision requiring a higher level approval will be sent to the Executive Committee (EC). Additionally, if a member believes the issue is of such importance, they can elevate the issue to the EC. The respective committee chair will brief any committee issues requiring decision by the EC.

4.3. Making Changes to Corporate Board Decisions

Previous decisions should be revisited only when new circumstances or facts emerge. When proposing a change to a previous decision, the member will 1) present the proposed change, 2) provide rationale for the change, and 3) specify the action desired. This applies to decisions made at Board meetings or committee meetings.

Changes are not official until approved by the Board. When the decision was made in a committee, then the change can be approved by the committee.

4.4. Actions

The Board, at full meetings or committee meetings, will assign actions to implement decisions. Each action will have a lead member and possibly support members. All actions will be assigned a due date. The status of actions will be reported at each regular Corporate Board meeting or on the website.

Committee chairpersons will report on respective meetings, decisions, actions taken and future agenda at Executive Committee meetings.

5. Documentation

5.1. Responsibilities

The DAA and committee chairs are responsible for assuring proper documentation.

The meeting facilitator will document all decisions and actions provide the NWS Corporate Board with copies of materials generated during routine full Board meetings.

NWS Executive Affairs will log and track Corporate Board actions in the executive action database. The Executive Secretary will close Board actions.

The Corporate Board Webmaster will post Board decisions and materials to the Corporate Board Website.

5.2. Decision Summary

The Board (including committees) will use the Decision Summary (see Section 6.7) to document all decisions made.

Within 5 days of a meeting, a copy of the decision summary will be sent to all Board members and the Executive Secretary. A copy of decision summary and all briefing/presentation materials and action items will also be sent to Executive Affairs nws.executive.affairs@noaa.gov (e-mail) or W/EA (hard copy) for posting and subsequent archival.

5.3. Actions

Actions resulting from all Corporate Board meetings (including committees) will be documented in the Executive Actions database. Committee chairs are responsible for providing committee actions to Executive Affairs.

When an action is completed, the lead Board member for the action is responsible for informing the full Board of the status and providing the appropriate documentation to the Executive Secretary to officially close the action.

5.4. Archives

Committee Chairs are responsible for keeping copies of the decision summaries and materials from their meetings, and forwarding copies within 5 days to Executive Affairs and all Board members.

Documentation from regular Corporate Board meetings will be filed with Executive Affairs. Executive Affairs will also archive decision summaries and materials closing Corporate Board actions.

6. Briefing Guidelines, Process References & Resources

6.1. Ground Rules

NWS Corporate Board Ground Rules

Individually and collectively, we should:

1. To maintain a broad NWS view, we should...
 - 1.1. Buy into the strategic plan and make it work for the NWS.
 - 1.2. Base decisions on agency interests.
 - 1.3. Consider issues from both national and local customer perspectives.
2. To identify issues clearly, we should...
 - 2.1. Always identify the real issue.
 - 2.2. Clearly state problems before proposing solutions.
3. To make good decisions we should...
 - 3.1. Assess the impact of individual initiatives on the total agency.
 - 3.2. Make decisions based on facts not rash assumptions.
 - 3.3. Be decisive, realizing that we may not have all the information we would like to have when we have to make decisions.
4. To work together, both at the Board's Conferences and away, we should...
 - 4.1. Take advantage of others' expertise.
 - 4.2. Be direct and open when we disagree.
 - 4.3. Deal with issues, "real time"
 - 4.4. Affirm each other for positive and desirable behavior as much as calling each other on less effective behavior.
5. To treat one another with respect, we should...
 - 5.1. Not interrupt others, while they finish expressing their views.
 - 5.2. Deal with the issue, not the person.
 - 5.3. Minimize side conversations
 - 5.4. Turn off phones/pagers except on breaks. Allow enough break time to deal with business.
 - 5.5. Limit "war stories" to 2 minutes.
6. To support one another, we should...
 - 6.1. Not criticize an individual for an idea or potential solution
 - 6.2. Be open to new ideas and new ways of doing a job.
7. To communicate clearly and openly, we should...
 - 7.1. Openly communicate ideas and initiatives– no secrets.
 - 7.2. Listen carefully to each other's issues and concerns.
8. To follow through on Board actions, we should...
 - 8.1. Carry out decisions once thoughtful discussion has concluded.

6.2. NWS Corporate Board Decision Process

The Board's decision making process follows. This process applies to all Board meetings including committee meetings:

NWS Corporate Board Decision Process

1. The desired outcome of discussion is articulated (in business case format).
2. Relevant background information is highlighted.
3. Discussion held for clarification and understanding.
4. Pros and cons are discussed.
5. Alternatives, additions, and modifications, if necessary, are presented.
6. The revised proposal for decision is articulated.
7. Consensus sought. If anyone dissents, an alternative is presented.
8. If consensus is not possible, the AA makes decision.
9. Decision is documented.
10. Decision is reviewed to ensure it is stated correctly.
11. Decision documented for final approval.

6.3. Presentation of Issues

The lead Board member for an issue is responsible for assuring the issue briefing is ready for Committee or Board consideration. All materials must be presented as outlined in this section, and are the responsibility of the lead Board member. All briefings will be prepared to the level that only approval or disapproval of the completed action is required.

Checklist:

- ☐ All details are worked out adequately.
- ☐ All interested offices and organizations have been consulted.
- ☐ The issue has been studied in depth.
- ☐ A coordinated recommendation is provided.
- ☐ Options with pros and cons as well as dissenting views are included.
- ☐ Briefings are concise and easily understandable. Costs/funding sources identified where applicable.

6.4. Issue Summary

The issue summary is a 1-2 page background paper and includes the recommended course of action. The following format will be used. Before an issue can be placed on the agenda of any meeting, an issue summary will be prepared. The summary will be distributed to all Board members, through the website. The DAA will be responsible for all issues to be discussed at regular Board meetings; similarly committee chairs for committee meetings and lead member who convenes a special board meeting.

Issue Summary

1. Topic Title
2. Desired Strategic Result(s)
Articulate the desired strategic result(s) that serve as the basis for your overview
- What are we trying to accomplish over the long-term
3. Major Strategy and Plan Components
Offer highlights of major pieces of the strategy and/or plan and schedule to achieve the stated desired strategic result(s).
4. Potential Issues/Impediments/Opportunities
5. Background Information

6.5. Briefing Format

All decision briefings will use the following format.

Decision/Business Case Briefing Format

1. Title
2. Brief Description of Issue/Challenge
3. Proposal Description (including cost, schedule, and performance information)
4. Alternatives
5. Pros/Cons (+/-). Includes cost/benefit analysis where applicable.
6. Implementation Requirements
7. Recommendation (action /decision needed)

6.6. Collaborative Problem-Solving Model

The Board adopted the following model for resolving issues.

Collaborative Problem-Solving Model

- | | |
|---------|---|
| Step 1. | Define the problem or challenge |
| Step 2. | Provide all relevant facts and background information |
| Step 3. | Generate possible solutions/strategies – “Brainstorm”
Discuss and consolidate ideas. |
| Step 4. | Evaluate consolidated solutions and strategies (Pros/Cons) |
| Step 5. | Determine the best of the agreed upon solutions/strategies (vote) |
| Step 6. | Implement the solutions/strategies – assign actions and follow through |
| Step 7. | Periodically assess effectiveness of solutions/strategies |

6.7. Decision Summary

All decisions will be recorded using the following Decision Summary template.

<u>NWS Corporate Board</u> <u>Decision/Action Summary</u> <u>Committee</u> <u>Date</u>	
<u>Responsible Board Member (or designee)</u>	
<u>Title of Decision</u>	
<u>Date of Decision Meeting</u>	
<u>Discussion Leader</u>	
<u>Attendees at Decision Meeting and Vote</u> (see template attached)	
<u>Main Discussion Points</u> (refer to attached presentation material, if relevant, without repeating here)	
<u>Summary of Decision</u> (Summarize decision here. Refer to presentation material for elaboration)	
<u>Effective Date</u> (if not immediate)	
<u>Caveats Relating to Decision</u> (if there are any "modifiers" of decision)	
<u>Actions Relating to the Decision</u> (include action to include in policy directive if applicable)	
<u>Attachments</u>	1. Attendees 2. Briefing
Within 5 days of the decision meeting, send copy of this summary page to all Board members and the Executive Secretary. Send copy of summary page and all briefing/presentation materials and action items to "_NWS HQ Executive Affairs <nws.executive.affairs@noaa.gov> (Electronic) or W/EA (hard copy).	

(Continued on next page)

<u>NWS Corporate Board</u> <u>Decision Meeting Attendees</u> <u>Date</u>	
<u>CB Members or Designees in Attendance</u>	<u>Vote</u>
AA	
DAA	
CFO	
CIO	
SP	
OCWS	
OST	
OPS	
OHD	
NCEP	
ER	
CR	
SR	
WR	
AR	
PR	
Other	

6.8. Executive Actions Database

All Corporate Board actions will be tracked in the Executive Actions database maintained by NWS Executive Affairs.

To close a Board action, the lead Board member must inform the full Board of the status and provide the appropriate documentation to the Executive Secretary to officially close the action. The documentation shall clearly show how actions taken satisfactorily resolve the issue.

To assist in tracking assigned action items, Executive Affairs will maintain an action item database accessible via the Internet. This database of "Executive Actions" contains all action items from various sources, including corporate board meetings (CB); senior staff meetings and AA/DAA requests (SS); and the Undersecretary's office (US).

The database can be accessed at: <http://nzone.nws.noaa.gov>

In the left-hand frame, you will find links to the EA database, "Executive Actions." This is the executive action item database.

Your office has its own unique username and password for the "Executive Actions" database. Provide this information **only** to those employees who will need access to track your action items.

To close an action, Executive Affairs must receive, by the due date, either a hard copy or soft copy (via e-mail) of your response. Refer to the action item ID number when requesting EA to close an action. Copies of the responses along with a status report will be forwarded to the Director every Friday afternoon.

If you have any questions about this database, please contact Executive Affairs at 301-713-0675.

6.9. Website

The Corporate Board Website contains documents from all NWS Corporate Board meetings. These documents are presentations that will be given or have been given during and supporting documentation.

The site is password protected – <http://www.nws.noaa.gov/corporate-board-meetings>

If you need a password or have any problems accessing the files on the site, contact the Webmaster at: w-corporate-board.webmaster@noaa.gov